MANPOWER®

ANNUAL REPORT FOR THE FISCAL YEAR ENDED JUNE 30, 1969

CLEVELAND PUBLIC LIBRARY
BUSINESS INF. BUR.
CORPORATION FILE

HIGHLIGHTS

	Year Ended June 30 1969	1968	Per Cent Change
Combined Sales[1]	$190,481,911	$157,208,451	+21.2
Company-owned offices	$ 93,628,843	$ 74,729,095	+25.3
Licensed offices	96,853,068	82,479,356	+17.4
Corporate Revenues[2]	$ 98,982,003	$ 79,522,803	+24.5
Earnings Before Taxes	$ 7,252,316	$ 5,820,127	+24.6
Income Taxes[3]	3,859,316	3,025,870	+27.5
Net Earnings	$ 3,393,000	$ 2,794,257	+21.4
Shareowners' Equity	$ 16,416,664	$ 14,139,954	+16.1
Per Share of Common Stock[4]			
Net earnings	$ 1.82	$ 1.50	+21.4
Dividends paid	.63	.60	+ 5.0
Shareowners' equity	8.79	7.58	+16.1
Employees			
Operating staff	1,305	1,250	+ 4.4
On temporary assignments	373,750	325,000	+15.0
Offices	613	570	+ 7.5
Company-owned	228	205	+11.2
Licensed	385	365	+ 5.5
Customers	226,000	196,000	+15.3
Shareowners	3,621	3,250	+11.4

1. Combined sales are the sum of sales by the Company, its operating divisions, branches and subsidiaries, and by licensees. **2.** Corporate revenues are sales by the Company plus fees under licensing agreements, and represent the actual income of the Company. **3.** Includes federal income-tax surcharge of $265,291, or 14 cents per share, for all of fiscal 1969, compared with a six-month surcharge of $116,113, or 6 cents per share, in fiscal 1968. **4.** Based on outstanding shares averaging 1,868,477 in fiscal 1969 and 1,866,042 in fiscal 1968.

CONTENTS

LETTER TO SHAREOWNERS 1
THE YEAR IN REVIEW 2
Financial Review 3
Temporary Help Services 6
International Operations 7
Other Operations 7
Staff Services 8
Employee Relations 8
Community and Public Affairs 8
MANPOWER AT WORK 9
FINANCIAL STATEMENTS 12
TEN-YEAR STATISTICAL SUMMARY 14
OFFICERS AND DIRECTORS 16
MANPOWER'S WORLD inside back cover

NOTICE OF ANNUAL MEETING

The annual meeting of shareowners will begin at 10:00 a.m., Central Standard (Milwaukee) Time, October 28, 1969, at the Company's corporate offices, 820 N. Plankinton Avenue, Milwaukee, Wisconsin.

MANPOWER INC.

. . . is the nation's and the world's largest temporary help service, providing its own employees on short-term work assignments to business, industry, government and other organizations in 32 nations, on six continents, through 613 owned or licensed Manpower offices. The Company also has interests in the fields of business education (Manpower Business Training Institutes); specialized training for business, industry and government (Manpower Training Services); travel (Travelpower), and printing and direct mail (Manpower Printing Services).

TO OUR SHAREOWNERS

We are pleased to announce that Manpower Inc., continuing an unbroken twenty-year history of growth, again set new records in revenues and earnings during the fiscal year ended June 30, 1969.

The Company's net earnings rose 21.4 per cent, to $3,393,000 or $1.82 per share of common stock from $2,794,257 or $1.50 per share the year before. These profits were earned on corporate revenues of $98,982,-003, which increased 24.5 per cent from the previous peak of $79,522,803, reached the year before.

The scope and growth of all operations under the Manpower name are evident in the combined sales of licensed and branch offices. These reached a new high of $190,481,911, up 21.2 per cent from $157,208,451 in the preceding year. While combined sales represent total sales by Manpower *and* its licensees, the Company's actual income is represented by corporate revenues, which comprise direct sales by Manpower Inc., plus fees from licensees in accordance with licensing agreements.

Last April, the Board of Directors voted to raise the regular quarterly dividend to 18 cents from 15 cents per share of common stock. This action brought total dividends paid per share to 63 cents during the last fiscal year, from 60 cents in the preceding year.

Manpower's accelerating pace during fiscal 1969 resulted primarily from deeper penetration of U. S. and foreign markets for temporary help services. Newer operations in smaller cities produced some dramatic sales increases; long-established operations in major cities have tended to keep the pace as well. This performance is attributable to the competitive "edge" the Company derives from its size, its multitudinous services, its methods of testing and selecting workers for customer satisfaction, and its unrelenting attention to sales and customer service.

Now as in the past, Manpower provides more services, involving a greater range of skills, to more customers in more of the world's cities than the next several of its largest competitors combined. It continues to dominate the steadily expanding temporary help services industry not only at home but abroad as well. During the last fiscal year, revenues from international operations accounted for 28.8 per cent of corporate revenues, compared with 23 per cent the year before. This pattern is expected to continue, partly as the result of further expansion of our foreign operations but even more because of our unique position as the only truly worldwide temporary help service company and the only one able to serve almost anywhere the temporary help needs of international business and industry.

Your Company is very actively pursuing several promising acquisition possibilities with a view toward diversifying into other business-service fields, adding the expertise of acquired management to our present executive group, and accelerating corporate revenues and earnings in the years to come. We believe Manpower has an extraordinarily effective apparatus for increasing the sales and profit potentials of acquired companies. This apparatus encompasses expertise in the marketing of services, directly and through licensees; management experience; financial strength; a ready network of field offices around the world; cost-reduction capabilities through the application of staff services in accounting, real estate, purchasing, legal, insurance and other areas, and an established reputation for reliability and leadership in the business services industry.

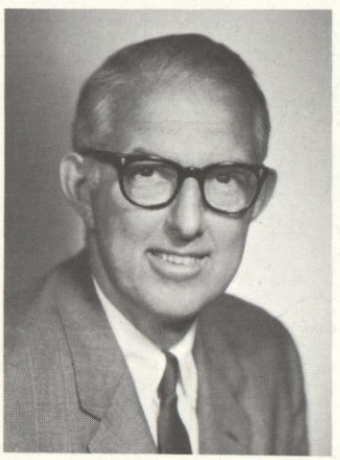
To assist the Company in identifying promising fields for its future growth and to prepare long-range expansion plans to guide acquisition strategy, a vice presidency for corporate planning was established last March. This important position has been assumed by a former management consultant who has specialized in acquisitions, Fred A. Aberlin. He and a staff financial analyst are working intensively on our acquisition program, in concert with the principal officers of the Corporation.

When Manpower's past performance, present strength, and ability to develop its own and acquired services are taken together, the indications for the future appear favorable indeed. Our confidence is further supported by the extraordinary dedication of our licensees and our employees, and by the trust that you, the co-owners of Manpower, have placed in us. With your continued support and encouragement, we shall add still more to our record of achievement.

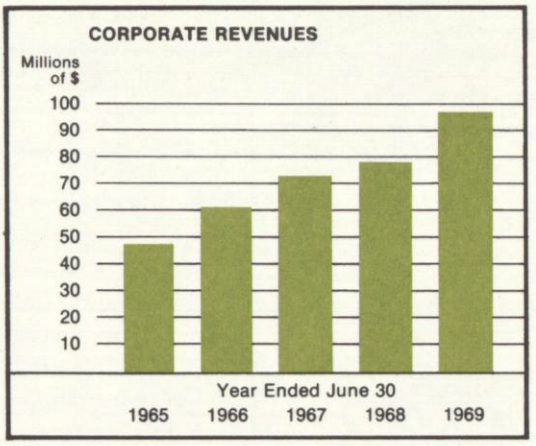
September 29, 1969

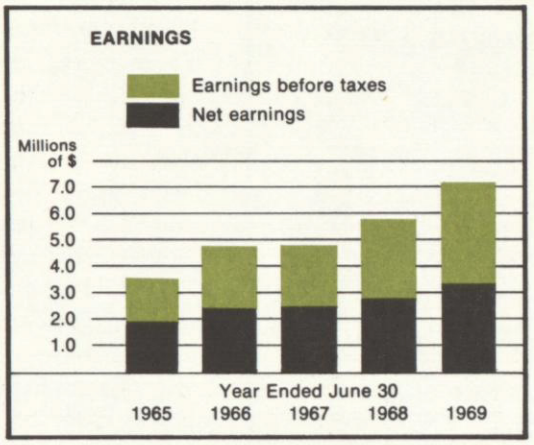
Aaron Scheinfeld
Chairman of the Board of Directors

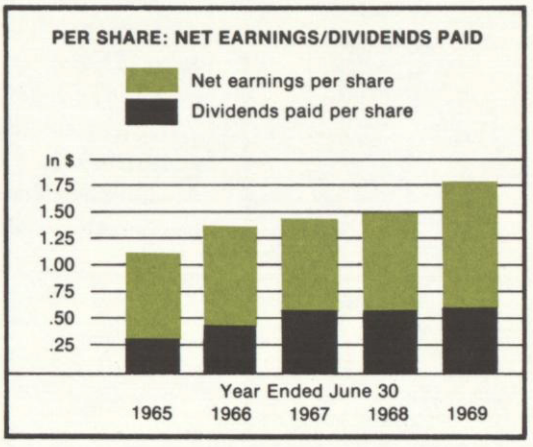
Elmer L. Winter
President



The Year in Review







Revenues Attained New Highs.
Corporate revenues for fiscal 1969 totaled $98,982,003, gaining 24.5 per cent over prior-year revenues of $79,522,803. Corporate revenues comprise sales by operating divisions, branches and subsidiaries of the parent Company, plus fees from licensees, based on their sales under licensing agreements.

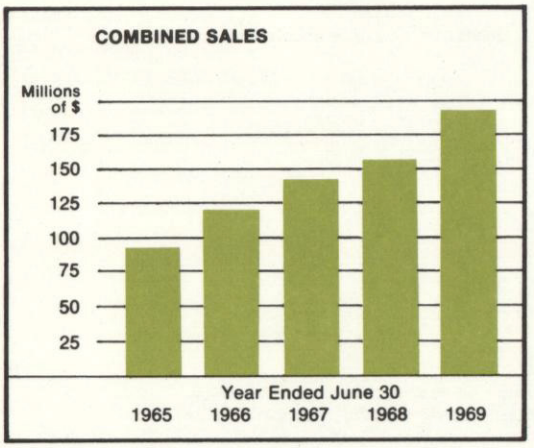
Revenues of temporary help services accounted for 91 per cent of corporate revenues. International operations accounted for 30 per cent of revenues of temporary help services.

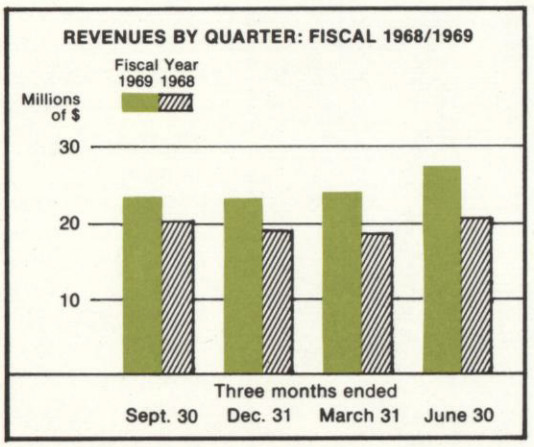
Despite strong competition in many cities, Manpower's sales grew well in major markets as well as minor ones. Last year, for example, gross sales by the ten largest U. S. branch operations rose 18.3 per cent from their year-earlier levels, demonstrating that major markets offer continuing growth possibilities for Manpower.

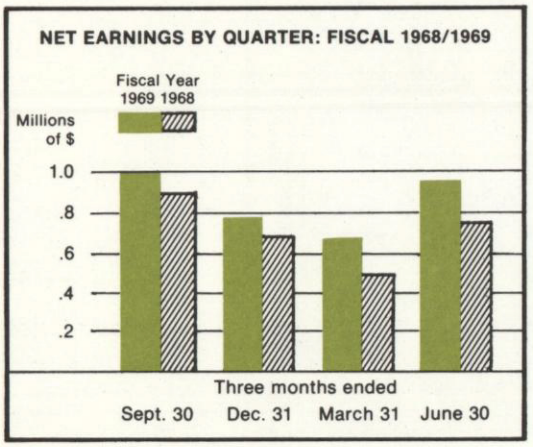
Earnings Reached Record Levels.
Pretax earnings amounted to $7,252,316, up 24.6 per cent from $5,820,127 the year before. Net earnings after taxes were $3,393,000, or $1.82 per share of common stock, up 21.4 per cent from $2,794,257 or $1.50 per share a year earlier.

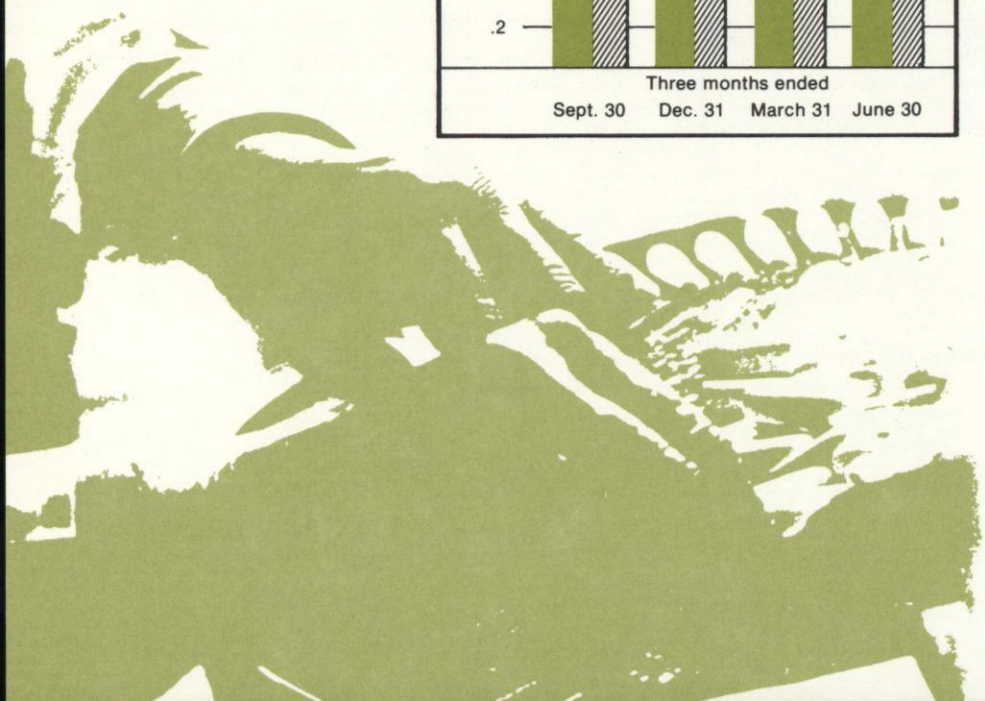
Among the outstanding factors in this growth were the large profit contributions made by international operations; the improved cost-effectiveness of branch offices, and the added profits that resulted from steadily increasing sales by licensees.

Combined Sales Up 21.2 Per Cent.
Total sales by Manpower licensees *and* by the parent Company attained a new high of $190,481,911, compared with









$157,208,451 the year before. Combined sales are cited to show the size and growth of the entire Manpower organization, and are not represented as corporate revenues.

Direct sales by the Company alone, through its divisions, subsidiaries and branches, increased by 25.3 per cent, to $93,628,843 from the preceding year's $74,729,095. Sales by licensees rose 17.4 per cent, from $82,479,356 to $96,853,068, of which $4,768,558 accrued to the parent Company during fiscal 1969 in the form of license fees.

Taxes Increase.

Income taxes paid or accrued in fiscal 1969 reduced the Company's net earnings by $3,859,316, or $2.06 per share of common stock. For Manpower and subsidiaries combined, the effective tax rate was 53.2 per cent, compared with 52 per cent the year before.

The higher rate in the latter year is primarily traceable to the federal income-tax surcharge, which applied to all earnings in fiscal 1969 but only to those in the latter half of fiscal 1968. The surcharge amounted to $265,291, or 14 cents per share, last year, compared with $116,113, or 6 cents per share, in the preceding year.

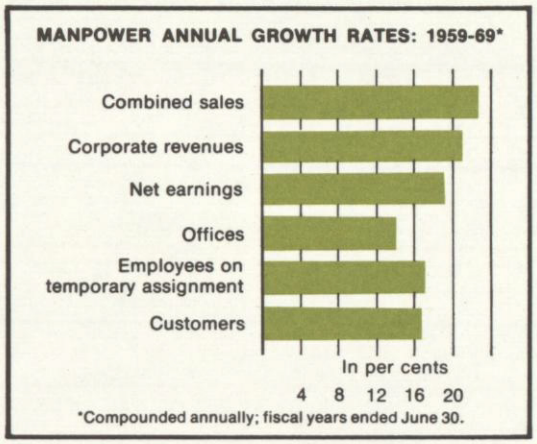
Income taxes levied by foreign governments accounted for $998,148 or 25.9 per cent of the total income-tax burden in fiscal 1969.

Equity Grows.
Shareowner's equity in Manpower Inc. amounted to $16,416,664 or $8.79 per share on June 30, 1969. This contrasts with equity of $14,139,954 or $7.58 per share a year earlier, and reflects a year-to-year gain of 16.1 per cent.

Dividends Up.
Quarterly dividends paid to shareowners totaled 63 cents per share of common stock in the year ended June 30, 1969, up from 60 cents the year before. The dividend pay-out rate was 34.7 per cent.

Dividend distributions to shareowners amounted to $1,177,196 during the year, up 5.2 per cent from $1,119,484 in the preceding year.

Capital Outlays Increase.
Net expenditures for plant and equipment totaled $1,482,253 in fiscal 1969, compared with $856,090 the year before. Branch expansion has gone forward without unduly heavy capital costs; a substantial portion of the Company's growth continues to be accomplished through its successful licensing program, under which the larger, regular licensees provide all capital, while the smaller associates and affiliates share capital costs with the parent Company on an approximately even basis.



TEMPORARY HELP SERVICES

New Offices. With a net increase of 43 offices during the year, Manpower continued to move toward its goal of 1,000 branch and licensed offices around the world by 1975. New offices included 23 Company-owned branches and 20 licensees. On June 30, 1969, a total of 613 offices were operating under the Manpower name in 49 states (all but Alaska), in the District of Columbia and two U. S. territories, in seven Canadian provinces, and in 30 other nations.

In larger cities, sales of temporary help services and worker recruitment have been augmented by the opening of satellite offices in outlying business and industrial areas.

Office Services, involving skills ranging through the entire field of office work, were in heavier demand than ever before. Customer calls for these services have in fact been so heavy that many U. S. and foreign offices have had to step up their normally extensive recruiting efforts in order to close the gap between customer demand and the supply of workers with requisite skills.

Industrial Services and Woman's Factory Services also achieved notable sales gains. These services provide unskilled, semiskilled and skilled workers for a wide variety of factory and other manual occupations. The strong demand for women's factory services was an especially significant factor in Manpower's results last year.

Salespower, Manpower's sales- and marketing-support services division, enjoyed a record revenue-producing year. Consumer goods marketers intensified their use of Salespower's product demonstrating, sampling, couponing, detailing, shopping and selling services during fiscal 1969. Meanwhile, convention and trade-show services were formed under a special department to provide a complete package of temporary help services in that field.

Technical Services continued their rapid rise in sales volume in response to the ascending requirements of industry for short term, special-project services in engineering, drafting, other technical occupations, and the sciences. Additional branch and licensed offices introduced these services in local markets, and technically oriented sales and service personnel have been added to assist local staffs in aggressively developing this very promising segment of the business.

New Services. In May, 1969, after careful preparation, Manpower began the trial development, in Milwaukee, of an array of services for private homes, under the name *At Your Call.*

This new operation is testing the market for temporary help services among private householders, furnishing them with maid, housekeeping, maintenance, cleaning, party, gardening, child-care, care-of-the-aged and related services. Development of At Your Call is continuing with a view to its possible expansion into other markets.

Other Temporary Help Services. Last year saw the steady growth of *All States Service,* which provides truck-driving services under contract; *Data Processing Services,* and *Government Operations,* which markets all Manpower services, and especially those in building, maintenance, food services, data processing and material handling, to local, state and national government agencies.

The Outlook for Temporary Help Services. Manpower's leadership in the temporary help industry appears more and more secure, here and abroad. In the absence of government and industry statistics that would afford a comprehensive overview of the industry, the editors of *Fortune* published last October, as part of a major article on Manpower, a list of the top ten national temporary help services. The list showed Manpower with 1968 combined sales of $157.2 million, while sales of the other nine totaled only $146.2 million. *Fortune's* article was one of the many reasons why, last year, more and more customers looked on Manpower as the first in its industry, in quality as well as size.

The text and graphs on Pages 9-11 of this report help to support Manpower's belief that broad trends in work loads, in the labor market, in wages, and in productivity point toward healthy, expanding markets for the large temporary help company that is aggressively sales- and service-minded. The Company finds no sound basis for the sometimes stated belief that larger companies in its industry are vulnerable to small competitors because of the relatively modest capital outlays necessary to start a temporary help business. Manpower's view is supported by Lawrence J. Goldstein, a service-industry analyst who addressed himself to the point in the *Financial Analysts Journal,* saying: "I would not be too concerned about ease of entry breeding competition because of small staff requirements, since reputation and reliability are not easily bought for money, and that is what service companies are all about."

INTERNATIONAL OPERATIONS

Foreign sales of temporary help services accounted for 28.8 per cent of Manpower's corporate revenues last year and contributed 28.8 per cent of the Company's net earnings. On June 30, 1969, 48 branches and 109 licensed offices were operating outside the United States, compared with 35 branches and 95 licensees a year earlier.

Manpower entered its thirty-second nation last October, with the opening in Tel Aviv, Israel, of its 600th office, a Company-owned branch. New branches were also opened in Hamburg (the third in West Germany) and in Yokohama (the second in Japan). Reference is made to the map on the inside back cover, showing the cities in which Manpower operates around the world.

Under the direction of Michael Grunelius, the Company's entire operation on the European continent has reported good results. Notable sales gains were posted in France, where an exceptionally strong network of Manpower offices has achieved leadership in the French market. Branches in West Germany, Denmark and Norway are progressing well, as are licensees in Belgium, Switzerland and other European nations.

In the United Kingdom, Manpower's revenues have grown despite problems in the general economy.

Operations in other nations, especially Canada and Japan, grew in good fashion during the year. In South America, the outlook is for further sales growth, partly through the addition of new services including some in the training fields. Overseeing the Company's South American operations is a new regional manager, the former Buenos Aires licensee, whose license Manpower recently purchased.

The Company's international strength has derived in no small degree from the strength of its regional management outside the United States, with highly effective staffs based in Buenos Aires, London, Paris, Tokyo and Toronto.

OTHER OPERATIONS

Manpower Educational Corporation projects the Company into the fast-growing field of education services (see graph on Page 11), and offers Manpower extraordinary potentials in that field. One of its divisions, formed by the three *Manpower Business Training Institutes* in Houston, Milwaukee and St. Louis, prepares young people for careers in the skill-short secretarial and data processing fields. The Milwaukee and St. Louis schools were among the first in the data processing field to secure accreditation by the Accrediting Commission for Business Schools, and accreditation of the Houston school is expected to follow shortly. Local staffs under a new national director are being augmented for rising enrollments.

Manpower Training Services, the other division of Manpower Educational Corporation, is also in a growth field, training disadvantaged workers and job seekers for industry and government. Start-up costs under various federal training contracts were rather heavy last year, but the division is pointed toward profitable operation in the current year. Factors favoring its future growth include increases in federal training budgets to $400 million from $250 million, a doubling in the number of cities where industry can qualify for federal training funds, and the national need to train 10 million citizens who lack more than fifth-grade education and skills.

Progress has also been shown in two other operating divisions: *Travelpower,* a retail travel agency and tour wholesaler, and *Manpower Printing Services,* a printing, binding and direct-mail organization.

STAFF SERVICES

Manpower's headquarters departments in Milwaukee create and direct the Company's services to its farflung field organization. The following developments in these departments are worth noting:

Doyle Dane Bernbach, creator of the most exciting and effective advertising campaigns of recent years, was named as Manpower's agency for U.S. and Canadian advertising of temporary help services. The Company's "new look" in advertising is now appearing in Life *and other publications.*

A new corporate training department helped strengthen the entire organization, from executive group to local management, through lectures and seminars on advanced management techniques. Constant development of executive skills helps Manpower prepare well for the challenges it has set for itself.

Continued expansion of MIDAS has brought 45 branch and licensed offices into this overnight, computerized billing-and-payroll system, with additional benefits in operating controls, marketing data output, and computer-addressed mailings.

Ruder & Finn, Inc., one of the world's leading public relations firms, was appointed early in the new fiscal year as the Company's public relations counsel.

"Operation Involvement," a series of conferences on topics from planning and finance to sales and recruiting, brought Manpower corporate and field management personnel together to develop new programs and operating techniques for all segments of the Company.

EMPLOYEE RELATIONS

Manpower's worldwide corps of workers on temporary assignment grew in fiscal 1969 to 373,750 from 325,000 the year before. Steadily growing numbers of workers are attracted by fair wages, fair treatment, and prompt assignment to work suiting their skills, interests and convenience. Recruiting efforts were substantially aided by the fact that four of every ten new employees are referred to Manpower by present employees.

To manage the Company's growing workforce, operating staffs were enlarged during the year to 1,305 from 1,250 a year earlier. In addition, nearly 1,500 are employed on licensees' staffs around the world.

COMMUNITY AND PUBLIC AFFAIRS

Firmly dedicated to equal-employment-opportunity policies, Manpower pushed onward with aggressive efforts to hire and train disadvantaged workers. Members of the black community and other minority groups are employed in managerial as well as clerical and blue-collar positions. In addition, minority-group personnel have been recruited in increasing numbers as office and industrial workers for temporary assignments. In some cities, special recruiting offices have been opened in "core" neighborhoods.

President Elmer L. Winter again led Milwaukee businessmen in a successful 1969 drive to pledge area companies to hire hard-core unemployed adults and youths under the JOBS program. He was reappointed Milwaukee chairman of the National Alliance of Businessmen by President Nixon. His national and local activities in behalf of fair employment and fair housing brought him wide recognition by business and civic groups, including the Society for Advancement of Management, which conferred on him its 1969 Human Relations Award.

Board Chairman Aaron Scheinfeld has been encouraged by many business and government leaders in his plans for fostering indigenous businesses in black communities and new industries in underdeveloped nations. Also, in October, 1969, Hawthorn Books will publish his book, *Get Ahead in Business,* in which he has given expression to his concern for the development of creative younger executives in corporate life. He and Mrs. Scheinfeld have also established a center for the discussion of social issues by leaders in the fields of business, education and government.

Other Manpower executives devote many free hours to a wide variety of community projects, including Youthpower, the Company's nonprofit summer-jobs referral program for young people. Operated this year as a free community service in 22 cities (including the nation's capital), and staffed by youthful volunteers, Youthpower found employment for nearly 13,000 young people this summer, and continues to win press and public approval for the Company that sponsors it.

Manpower at Work

Work is Manpower's product. Good work is the cause of its success.

But Manpower's work often has low visibility. It is performed primarily on customers' premises, where it goes on quietly, unobtrusively, day and night around the world.

The experienced eye might see a telltale Manpower white glove on an office desk or a forest-green Manpower uniform in a plant or warehouse. But other signs would be few. Still, Manpower would be there, putting its brain and muscle to whatever work there is to be done.

How to show you Manpower at work, then? Come to the Atronix Company, an imaginary but not otherwise untypical manufacturer of consumer goods. Only you will detect our presence there, at work. Only your eyes can see . . .

The smiling receptionist and switchboard operator who greets you and directs you to your appointment. A veteran Atronix employee? No. She was assigned there just this morning by Manpower, to replace a regular who called in sick.

You pass through corridors and departments, and only *your* eyes can see . . . the Manpower secretary there as a vacation replacement . . . the filing clerks from Manpower completing a filing-system conversion . . . the Manpower bookkeepers who work there one week a month to help with a recurring peak load. And were you to stay until the end of the day you would also see the Manpower keypunch clerks arriving to work on the second shift in data processing.

If you had all-seeing eyes, you would have seen even more of Manpower at work . . . the extra man in the mailroom, substituting until Atronix fills a vacant job; the accountant who now comes in four days a week, and will soon leave when the work-load level requires Atronix to add one more accountant of its own; the clerk typists in the insurance department this month to type thousands of new insurance policies for Atronix workers.

And, if your eyes could see farther still, you might see Manpower at work in an Atronix factory across the nation or on the other side of the world . . . men on the production line, women doing complex assemblies, people filling orders, unloading boxcars, inspecting and packing products for market, driving loaded trucks off to warehouses—Manpower employees working side by side with Atronix workers, filling in during emergencies, handling special jobs, coping with extra work, meeting a deadline, or substituting for people who couldn't be there today.

Then, if you could see backward and forward in time, you would see Manpower helping a new Atronix product to move from conception to point of sale . . . a Manpower engineer working on a special aspect of product design; a draftsman making drawings for a die to be used in product manufacture; a young lady conducting a market-research survey; a hostess greeting Atronix prospects for the product at a trade show; a salesman introducing the new item to a retail buyer; a demonstrator showing the retailers' customers how the product works, and selling it besides . . . Manpower at work again, taking over wherever a special job has to be done, wherever help is in short supply, whenever a short-term project argues against adding new Atronix employees.

Manpower *works* . . . and its work never ends. For companies like Atronix, it conducts complete inventory programs, moves offices and plants, send its own specially trained teachers to train disadvantaged, undereducated workers, and does a thousand other jobs that need doing in modern business.

There is always more work waiting to be done. Why? Turn the page, and consider the "personnel crunch."

Right now, if you're a manager, you're probably feeling a crunch—something we call the "personnel crunch." The graphs tell why.

Job openings in many skills are rising faster than the supply of skilled people. This is dramatically illustrated by the National Industrial Conference Board's index of help-wanted advertising, which as of last April had risen to 227 from 120 five years earlier.

Job openings are increasing because there is more work to be done. But it isn't all as simple as that. Workloads *are* mounting; the paperwork jungle is thicker than ever before, and technology adds to the burden of control. But the situation would be less serious were it not for two factors: a gradually shortening work week, and lower productivity relative to labor cost.

People don't spend as much time on the job as they used to, and companies hesitate to pay them overtime to do so. More important, hourly wages have tended to rise more rapidly than product prices. Thus, between 1947 and 1967, the index of U. S. nonfarm unit labor costs—that is, the hourly wage index divided by the index of prices of products produced per working hour—climbed from 75.7 to 115.0. Had wages remained steady relative to prices, the index would not have changed. To put it another way, hourly wages rose at an annual rate of 4.7 per cent, while hourly output went up at a rate of only 2.5 per cent during 1947-67.

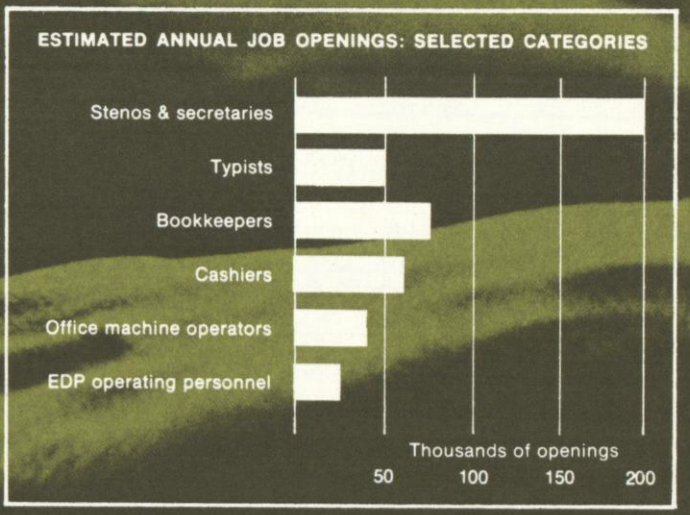
Skilled people harder to find . . . swelling work loads . . . rising wages . . . shortened hours on the job . . . increases in unit labor costs. That's the "personnel crunch," and most companies are feeling it more and more.

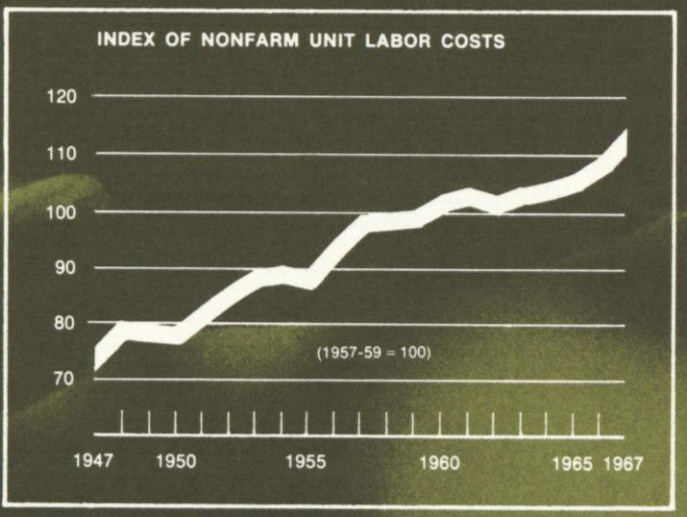
This is where Manpower really comes in. It is also one major reason why, in a 64-industry breakdown of national income, business services rank as the fourth fastest growing U. S. industry—led only by air transport, brokerage services, and education services (another field in which Manpower operates). These facts help explain the Company's past growth rate (see graph on Page 5) and suggest its potential for the future.

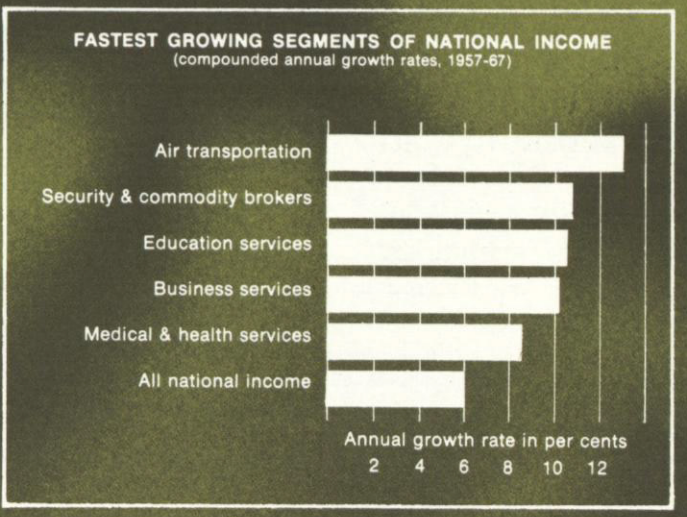
To fend off the "personnel crunch" and the related "profit squeeze," companies here and abroad are more and more seeking out Manpower. They want flexibility in their work force, matched to changing work loads. They want qualified help on hand for emergencies, peak seasons, replacements, special projects, unusual jobs, extra shifts, change-over periods, and needed services not directly related to their main business. In short, they want to get the work out without unnecessary, costly additions to their own payrolls.

Such is the trend; such is Manpower's future.

Work is Manpower's product. Good work is the cause of its success. The increasing work needs of business, industry and government point the way to its future growth.


ESTIMATED ANNUAL JOB OPENINGS: SELECTED CATEGORIES
Stenos & secretaries
Typists
Bookkeepers
Cashiers
Office machine operators
EDP operating personnel
Thousands of openings
50
100
150
200


INDEX OF NONFARM UNIT LABOR COSTS
120
110
100
90
80
70
(1957-59 = 100)
1947
1950
1955
1960
1965
1967


FASTEST GROWING SEGMENTS OF NATIONAL INCOME
(compounded annual growth rates, 1957-67)
Air transportation
Security & commodity brokers
Education services
Business services
Medical & health services
All national income
Annual growth rate in per cents
2
4
6
8
10
12

CONSOLIDATED BALANCE SHEET

	June 30 1969	June 30 1968
ASSETS		
CURRENT ASSETS		
Cash	**$ 1,305,816**	$ 788,077
Certificates of deposit and short-term marketable securities—at cost	**3,672,751**	4,682,822
Trade receivables, including installment obligations: 1969—$516,836; 1968—$562,110	**18,808,517**	13,087,513
Allowances for doubtful receivables (deduction)	**(368,000)**	(284,000)
Prepaid expenses	**902,633**	773,947
TOTAL CURRENT ASSETS	**24,321,717**	19,048,359
OTHER ASSETS	**1,251,079**	949,077
PROPERTY, PLANT, AND EQUIPMENT—on the basis of cost		
Land, buildings, and improvements	**1,722,318**	1,073,582
Equipment	**4,593,047**	4,009,857
Allowances for depreciation (deduction)	**(1,812,883)**	(1,286,999)
Leasehold improvements, less amortization	**744,636**	766,875
	5,247,118	4,563,315
INTANGIBLES (arising principally from acquisition of subsidiaries)—less amortization	**363,584**	331,278
	$31,183,498	$24,892,029
LIABILITIES		
CURRENT LIABILITIES		
Notes payable to banks	**$ 988,431**	$ 400,630
Trade payables	**4,606,945**	4,562,803
Employee compensation	**2,129,077**	1,344,812
Accrued expenses	**183,927**	108,096
Taxes, other than income taxes	**3,534,995**	1,615,768
Income taxes	**2,296,246**	1,808,401
Current portion of long-term debt	**380,953**	537,416
TOTAL CURRENT LIABILITIES	**14,120,574**	10,377,926
LONG-TERM DEBT PAYABLE TO BANKS (Foreign subsidiaries), 8% to 11%— less portion classified as current liability	**646,260**	374,149
SHAREOWNERS' EQUITY—Notes B and C		
Preferred Stock, without par value—Authorized 250,000 shares; none issued		
Common Stock, par value $.66⅔ a share—Authorized 2,500,000 shares; issued 1,876,468 shares (including shares in treasury)	**1,250,979**	1,250,979
Additional paid-in capital	**2,701,882**	2,690,869
Retained earnings	**12,653,111**	10,437,307
Cost of Common Stock in treasury: 1969—7,058 shares; 1968—9,367 shares (deduction)	**(189,308)**	(239,201)
	16,416,664	14,139,954
CONTINGENT LIABILITIES AND COMMITMENTS—NOTE E		
	$31,183,498	$24,892,029

1968 reclassified to conform to 1969 classification of property, plant, and equipment.

See notes to consolidated financial statements.

STATEMENT OF CONSOLIDATED EARNINGS AND RETAINED EARNINGS

	Year Ended June 30 1969	1968
INCOME		
Sales of services	**$93,628,843**	$74,729,075
Franchise fees	**4,768,558**	4,042,587
Interest and other	**584,602**	751,141
	98,982,003	79,522,803
COSTS AND EXPENSES		
Cost of services sold—principally labor, payroll taxes and workmen's compensation insurance	**67,867,768**	55,154,746
Administrative, general, and branch expenses	**23,095,775**	17,859,131
Provision for depreciation (straight-line method) and amortization	**766,144**	688,799
	91,729,687	73,702,676
EARNINGS BEFORE INCOME TAXES	**7,252,316**	5,820,127
INCOME TAXES		
Domestic	**2,861,168**	2,586,153
Foreign	**998,148**	439,717
	3,859,316	3,025,870
NET EARNINGS (per share: 1969—$1.82; 1968—$1.50)	**3,393,000**	2,794,257
Retained earnings at beginning of year	**10,437,307**	8,762,534
	13,830,307	11,556,791
Deduct cash dividends paid (per share: 1969—$.63; 1968—$.60)	**1,177,196**	1,119,484
RETAINED EARNINGS AT END OF YEAR	**$12,653,111**	$10,437,307

See notes to consolidated financial statements.

STATEMENT OF CONSOLIDATED FUNDS

	Year Ended June 30 1969	1968
SOURCE OF FUNDS		
Net earnings for the year	**$3,393,000**	$2,794,257
Provision for depreciation and amortization	**766,144**	688,799
Other non-cash charge	**4,005**	
TOTAL FROM OPERATIONS	**4,163,149**	3,483,056
Proceeds from stock options exercised	**56,901**	162,126
Increase (decrease) in long-term debt	**272,111**	(59,540)
TOTALS	**$4,492,161**	$3,585,642
APPLICATION OF FUNDS		
Additions to property, plant, equipment, and intangibles—net	**$1,482,253**	$ 856,090
Increase in other assets	**302,002**	175,260
Cost of Common Stock purchased for treasury		96,792
Cash dividends paid	**1,177,196**	1,119,484
Increase in net current assets	**1,530,710**	1,338,016
TOTALS	**$4,492,161**	$3,585,642

See notes to consolidated financial statements.

Notes to Consolidated Financial Statements, June 30, 1969

NOTE A—PRINCIPLES OF CONSOLIDATION

The consolidated financial statements include the accounts of the Corporation and all subsidiaries, after elimination of intercompany accounts and transactions. After translation of foreign currencies into United States dollar equivalents and elimination of intercompany accounts, the following amounts for foreign subsidiaries are included in the consolidated balance sheet:

	1969	1968
Current assets	$ 9,095,844	$4,743,627
Current liabilities	7,726,165	4,813,348
Total assets	12,174,678	7,596,198
Net assets	3,225,804	2,020,584

NOTE B— STOCK OPTIONS

At June 30, 1969, 41,438 shares of the Corporation's Common Stock were reserved for issuance to officers and other key employees under a stock option plan. Options are exercisable after one year and up to five years from dates of grant at not less than 100 per cent of the fair market value of the stock on the grant date. A summary of option transactions follows:

	Number of Shares	Option Price Per Share	Total Option Price
Balance at July 1, 1968	17,909	$22.00 to $39.63	$ 514,051
Granted (including 8,900 shares contingent upon reaching certain earnings)	21,581	$37.50 to $39.00	815,634
Exercised	(2,129)	$24.75 to $30.50	(56,902)
Cancelled	(3,008)	$26.40 to $39.63	(110,737)
BALANCE AT JUNE 30, 1969	34,353	$22.00 to $39.63	$1,162,046
Exercisable at June 30, 1969	14,533	$22.00 to $39.63	$ 414,312
Available for future options	7,085		

NOTE C—SHAREOWNERS' EQUITY

The changes in Additional Paid-In Capital and Common Stock in Treasury are as follows:

	Additional Paid-In Capital	Common Stock in Treasury Shares	Common Stock in Treasury Amount
Balance July 1, 1968	$2,690,869	9,367	$239,201
Issuance of Common Stock in treasury, principally upon exercise of stock options	11,013	(2,309)	(49,893)
BALANCE AT JUNE 30, 1969	$2,701,882	7,058	$189,308
Balance July 1, 1967	$2,680,972	12,588	$294,638
Cost of Common Stock purchased for treasury		2,900	96,792
Issuance of Common Stock in treasury upon exercise of stock options	9,897	(6,121)	(152,229)
BALANCE AT JUNE 30, 1968	$2,690,869	9,367	$239,201

There has been no change in the Common Stock issued during the two years ended June 30, 1969.

On October 29, 1968, the shareowners approved an amendment to the Certificate of Incorporation which authorized an additional class of stock—250,000 shares of Preferred Stock, without par value.

NOTE D—PROFIT-SHARING RETIREMENT PLAN

The Corporation initiated a profit-sharing retirement plan during the year ended June 30, 1969, covering substantially all full-time employees of the Corporation and its domestic subsidiaries. Contributions to the Plan are to be determined annually by the Board of Directors, and amounted to $175,000 for the year ended June 30, 1969.

NOTE E—CONTINGENT LIABILITIES AND COMMITMENTS

Contingent liabilities arising from the guarantee of loans and other items aggregated $630,000 at June 30, 1969.

At June 30, 1969, the Corporation and subsidiaries were lessees of premises under leases which expire at various dates to October 31, 1974. For fiscal 1969, lease rentals totaled $1,029,120.

TEN-YEAR SUMMARY

	YEAR ENDED JUNE 30
SALES OF	
Company-Owned Offices	
Licensees	
Combined Sales	
REVENUES	
Owned Offices	
Franchise Fees	
Other	
Corporate Revenues	
EARNINGS AND DIVIDENDS	
Earnings Before Income Taxes	
Income Taxes[1]	
Net Earnings[1]	
Net Earnings per Share[2]	
Pretax Earnings as % of Corporate Revenu	
Net Earnings as % of Corporate Revenues	
Net Earnings as % of Average Equity	
Cash Dividends Paid	
Cash Dividends per Share	
Dividends as % of Earnings	
FINANCIAL POSITION	
Current Assets	
Less: Current Liabilities	
Net Working Capital	
Current Ratio	
Shareowners' Equity	
Shareowners' Equity per Share[2]	
OTHER DATA	
Average Shares of Common Stock Outstanding	
Number of Stockholders	
Number of Employees[3]	
Number of Customers	

1969	1968	1967	1966	1965	1964	1963	1962	1961	1960
93,628,843	$ 74,729,095	$ 69,238,738	$ 57,243,022	$ 44,511,925	$ 34,932,158	$ 27,125,558	$ 23,855,210	$ 19,711,519	$ 19,303,835
96,853,068	82,479,356	72,944,763	64,824,979	48,828,713	38,829,500	29,632,500	24,799,800	17,732,800	15,937,150
90,481,911	$157,208,451	$142,233,501	$122,068,001	$ 93,340,638	$ 73,761,658	$ 56,758,058	$ 48,655,010	$ 37,444,319	$ 35,240,985
93,628,843	$ 74,729,075	$ 69,238,738	$ 57,243,022	$ 44,511,925	$ 34,932,158	$ 27,125,558	$ 23,855,210	$ 19,711,519	$ 19,303,835
4,768,558	4,042,587	3,656,809	3,234,993	2,534,927	2,029,043	1,645,972	1,424,936	1,055,098	1,005,807
584,602	751,141	721,550	763,887	300,245	167,908	147,801	117,768	93,478	85,131
98,982,003	$ 79,522,803	$ 73,617,097	$ 61,241,902	$ 47,347,097	$ 37,129,109	$ 28,919,331	$ 25,397,914	$ 20,860,095	$ 20,394,773
7,252,316	$ 5,820,127	$ 4,902,295	$ 4,870,579	$ 3,676,613	$ 3,227,170	$ 2,324,346	$ 2,004,527	$ 1,622,704	$ 1,307,739
3,859,316	3,025,870	2,342,637	2,406,460	1,694,727	1,594,804	1,201,527	1,016,441	791,337	612,744
3,393,000	$ 2,794,257	$ 2,559,658	$ 2,464,119	$ 1,981,886	$ 1,632,366	$ 1,122,819	$ 988,086	$ 831,367	$ 694,995
1.82	1.50	1.44	1.39	1.12	.92	.63	.56	.47	.40
7.3%	7.3%	6.7%	8.0%	7.8%	8.7%	8.0%	7.9%	7.8%	6.4%
3.4%	3.5%	3.5%	4.0%	4.2%	4.4%	3.9%	3.9%	4.0%	3.4%
22.2%	21.1%	24.3%	31.4%	31.3%	32.0%	27.1%	30.0%	33.6%	38.0%
1,177,196	$ 1,119,484	$ 1,075,151	$ 809,800	$ 545,731	$ 418,394	$ 345,630	$ 278,243	$ 240,413	$ 180,088
.63	.60	.60	.46	.31	.24	.19	.16	.14	.10
34.7%	40.1%	42.0%	32.9%	27.5%	25.6%	30.1%	28.2%	28.9%	26.0%
24,321,717	$ 19,048,359	$ 14,744,033	$ 12,888,852	$ 10,426,440	$ 8,371,037	$ 6,239,039	$ 5,299,028	$ 3,889,501	$ 3,569,876
14,120,574	10,377,926	7,411,616	7,570,437	5,581,422	4,545,381	3,148,992	2,596,835	1,765,054	1,957,092
10,201,143	$ 8,670,433	$ 7,332,417	$ 5,318,415	$ 4,845,018	$ 3,825,656	$ 3,090,047	$ 2,703,093	$ 2,124,447	$ 1,612,784
1.72:1	1.84:1	1.99:1	2.42:1	1.87:1	1.84:1	1.98:1	2.04:1	2.20:1	1.82:1
16,416,664	$ 14,139,954	$ 12,399,847	$ 8,622,042	$ 7,085,957	$ 5,573,375	$ 4,552,292	$ 3,738,061	$ 2,847,829	$ 2,100,495
8.79	7.58	6.96	4.86	3.99	3.14	2.56	2.11	1.62	1.19
1,868,477	1,866,042	1,782,485	1,775,571	1,776,468	1,776,468	1,776,468	1,771,138	1,760,110	1,758,666
3,621	3,250	3,100	1,700	1,457	1,126	1,043	950	846	700
375,055	326,250	316,207	271,058	233,850	190,619	159,979	145,489	130,435	122,463
226,000	196,000	182,000	160,000	140,000	125,000	105,194	90,527	70,109	65,797

1. Federal income taxes and net earnings have been restated from amounts previously reported, and reflect in the years to which they apply; additional prior-year taxes of $91,479 paid in 1964 and $60,-005 in 1965. **2.** Based on average shares outstanding for year, adjusted for stock splits and stock dividends: 3-for-2 in November, 1961, and 5-for-4 on July 1, 1964; July 1, 1965, and July 1, 1966. **3.** Includes all employees on temporary assignment, plus operating staff of Manpower Inc.

CERTIFICATE OF INDEPENDENT PUBLIC ACCOUNTANTS

Board of Directors
Manpower Inc.,
Milwaukee, Wisconsin

We have examined the consolidated financial statements of Manpower Inc. and subsidiaries for the year ended June 30, 1969. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances. We previously made a similar examination of the financial statements for the preceding year.

In our opinion, the accompanying balance sheet, statement of earnings and retained earnings, and statement of funds present fairly the consolidated financial position of Manpower Inc. and subsidiaries at June 30, 1969, and the consolidated results of their operations, the changes in shareowners' equity, and source and application of funds for the year then ended, in conformity with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

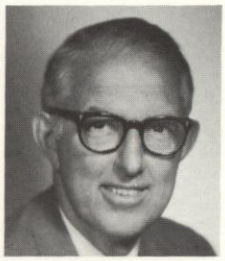
Ernst & Ernst

ERNST & ERNST

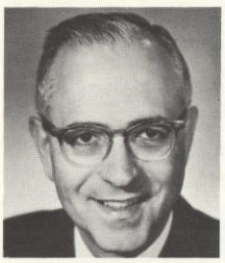
Milwaukee, Wisconsin
August 14, 1969

CORPORATE OFFICERS

Aaron Scheinfeld
Chairman of the Board of Directors



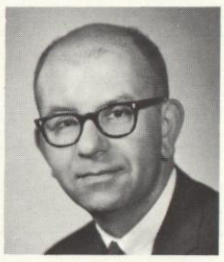
Elmer L. Winter
President



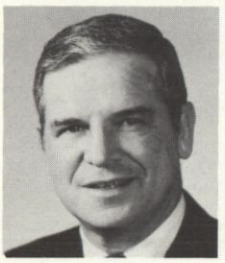
John H. Frank
Executive Vice President—Administration

James D. Scheinfeld
Executive Vice President—Operations

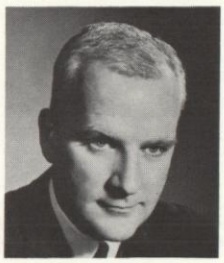
Fred A. Aberlin
Vice President—Corporate Planning



Milton B. Berland
Vice President and Controller



Dan R. Cavalier
Vice President; General Manager—Salespower



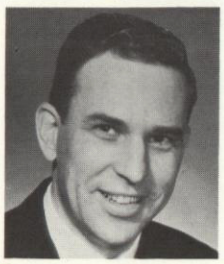
William J. Coke
Vice President—Canadian Operations

William J. Gallagher
Vice President—Service Operations

Michael Grunelius
Vice President of European Operations [1]

John Petersen
Vice President—Sales; General Sales Manager

William B. Biracree
Assistant Vice President—Marketing Services



Daryl Motte
Assistant Vice President—Franchise Operations

1. Michael Grunelius is not an officer of Manpower Inc. but of a subsidiary corporation.

BOARD OF DIRECTORS

Aaron Scheinfeld
Chairman of the Board, Manpower Inc. Chicago, Illinois

Elmer L. Winter
President, Manpower Inc. Milwaukee, Wisconsin

Milton H. Cohen
Partner, Schiff Hardin Waite Dorschel & Britton Chicago, Illinois

Edmund Fitzgerald
Retired Milwaukee, Wisconsin

Edwin A. Locke, Jr.
President, American Paper Institute New York, New York

James D. Scheinfeld
Executive Vice President—Operations, Manpower Inc. Milwaukee, Wisconsin

Sylvia Scheinfeld
Woodstock, Illinois

Jack A. Winter
President, Jack Winter Inc. Milwaukee, Wisconsin

Nannette R. Winter
Milwaukee, Wisconsin

CORPORATE OFFICES

820 N. Plankinton Avenue,
Milwaukee, Wisconsin 53203
Telephone: (414) 272-8510

TRANSFER AGENTS

The First National Bank of Chicago
The First National City Bank of New York

REGISTRARS

Continental Illinois National Bank and Trust Company of Chicago
Bankers Trust Company, New York

DIVIDEND DISBURSING AGENT

The First National Bank of Chicago

STOCK LISTING

New York Stock Exchange
Symbol: MAN

MANPOWER'S WORLD

MANPOWER INC., 820 N. PLANKINTON AVENUE, MILWAUKEE, WIS. 53203